

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

_____	X	
	:	
	:	14 Civ. 1123 (NRB)
	:	
IN RE INTERCEPT PHARMACEUTICALS,	:	ECF Case
INC. SECURITIES LITIGATION	:	
	:	
	:	
_____	X	

**DECLARATION OF JOSEPH J. YU IN SUPPORT OF DEFENDANTS' OPPOSITION
TO PLAINTIFFS' MOTION FOR CLASS CERTIFICATION**

I, Joseph J. Yu, declare as follows:

1. I am a senior associate at the law firm Wilmer Cutler Pickering Hale and Dorr LLP, 7 World Trade Center, 250 Greenwich Street, New York, New York 10007, counsel for Defendants Intercept Pharmaceuticals, Inc., Mark Pruzanski, and David Shapiro (collectively, "Defendants") in this lawsuit. I am a member in good standing of the bar of this Court.


2. I make this declaration based on my personal knowledge in support of the Defendants' Opposition to Plaintiffs' Motion for Class Certification.

3. Attached hereto as Exhibit A is a true and accurate copy of the expert report prepared by Dr. Paul A. Gompers, dated September 13, 2015.

4. Attached hereto as Exhibit B is a true and accurate copy of the affidavit of Elliot Favus, M.D., dated September 10, 2015.

5. I declare under penalty of perjury that the foregoing is true and correct.

Executed at New York, New York on September 14, 2015.



Joseph J. Yu